

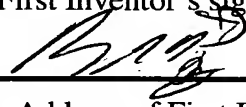
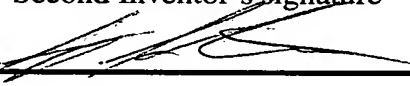
COMBINED DECLARATION AND POWER OF ATTORNEY	Attorney Docket No.: C-3346
--	--------------------------------

I declare: that my residence and citizenship are as stated below next to my name; that I believe I am the original, first and sole inventor (if only I am named below) or joint inventor (if plural inventors are named below) of the subject matter which is claimed and for which a patent is sought in the specification entitled: **"FREEZE TOLERANT FUEL CELL POWER PLANT WITH A DIRECT CONTACT HEAT EXCHANGER"**, the specification of which is attached hereto, that I have reviewed and understand the contents of the above-identified specification, including the claims; that I acknowledge the duty to disclose to the U.S. Patent and Trademark Office all information known to me to be material to patentability as defined in 37 C.F.R. § 1.56; that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the Application or any patent issuing thereon.

I appoint the following attorneys to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

Malcolm J. Chisholm, Jr.	Registration No. 33,665
Robert H. Kelly	Registration No. 28,916
Henry T. Crenshaw	Registration No. 37,805

Direct All Correspondence to: Malcolm J. Chisholm, Jr.
P.O. Box 278, 220 Main Street
Lee, MA 01238
Tel. 413-243-0551; Fax 413-243-0552

Full name of first inventor MICHAEL L. PERRY	First Inventor's signature 	Date: 2003. 12. 18
Residence and Post Office Address of First Inventor 131 Bluff Point Road, South Glastonbury, CT 06073		Citizenship U.S.A.
Full name of second inventor JEREMY A. SCHROOTEN	Second Inventor's signature 	Date: 12/18/2003
Residence and Post Office Address of Second Inventor 18 Carolyn Drive, Hebron, CT 06248		Citizenship U.S.A.